



Attachment # 2
Page 1 of 5
Satellite Tracking of People LLC

February 9, 2005

RECEIVED FEB 14 2005

Ms. Wanda Hunter
Pre-Trial Release Supervisor
Leon County Probation Division
501-C Appleyard Drive
Tallahassee, FL 32304

Dear Ms. Hunter:

Enclosed please find your January 2005 invoice, a copy of STOP's W-9 and a copy of the bill of sale. Some agencies required this information in order to remit payment, and I wanted to ensure a smooth account receivable process.

If you have any questions or comments, please contact me at your convenience.

Sincerely,

Greg S. Utterback
Vice President, Business Development
4801 Wooday Drive, Suite 110W
Houston, Texas 77056
832.644.0115

W-9
(Rev. October 2004)
Department of the Treasury
Internal Revenue Service

Request for Taxpayer Identification Number and Certification

Give form to the
requester. Do not
send to the IRS.

Print or type
See Specific instructions on page 2

Name (as reported on your income tax return) SATELLITE TRACKING OF PEOPLE LLC	
Business name, if different from above	
Check appropriate box: <input type="checkbox"/> Individual/ Sole proprietor <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Partnership <input checked="" type="checkbox"/> Other LLC <input type="checkbox"/> Exempt from backup withholding	
Address (number, street, and apt. or suite no.) 102 WOODMONT BLVD, SUITE 800	Requestor's name and address (optional)
City, state, and ZIP code NASHVILLE TN 37205	
List account number(s) here (optional)	

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on Line 1 to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 8.

Note: If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.


Social security number								
or								
Employer identification number								
0	5	0	5	8	3	8	6	4

Part II Certification

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
- I am a U.S. person (including a U.S. resident alien).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. (See the instructions on page 4.)

Sign Here ☐ Signature of U.S. person  Date **12/21/04**

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

U.S. person. Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued).
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee.

Note. If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

For federal tax purposes you are considered a person if you are:

- an individual who is a citizen or resident of the United States,
- a partnership, corporation, company, or association created or organized in the United States or under the laws of the United States, or

any estate (other than a foreign estate) or trust. See Regulation section 301.7701-6(a) for additional information.

Foreign person. If you are a foreign person, use the appropriate Form W-8 (see Publication 515, *Withholding of Tax on Nonresident Aliens and Foreign Entities*).

Nonresident alien who becomes a resident alien. Generally, only a nonresident alien individual may use the terms of a tax treaty to reduce or eliminate U.S. tax on certain types of income. However, most tax treaties contain a provision known as a "saving clause." Exceptions specified in the saving clause may permit an exemption from tax to continue for certain types of income even after the recipient has otherwise become a U.S. resident alien for tax purposes.

If you are a U.S. resident alien who is relying on an exception contained in the saving clause of a tax treaty to claim an exemption from U.S. tax on certain types of income, you must attach a statement that specifies the following five items:

- The treaty country. Generally, this must be the same treaty under which you claimed exemption from tax as a nonresident alien.
- The treaty article addressing the income.
- The article number (or location) in the tax treaty that contains the saving clause and its exceptions.

BILL OF SALE AND ASSIGNMENT AND ASSUMPTION AGREEMENT

BILL OF SALE AND ASSIGNMENT AND ASSUMPTION AGREEMENT dated as of December 21, 2004, made and delivered pursuant to that certain Asset Purchase Agreement (the "Agreement") dated as of the date hereof by and between Veridian Information Solutions, Inc., a California corporation (the "Seller"), and Satellite Tracking of People LLC, a Delaware Limited Liability Company (the "Buyer").

FOR GOOD AND VALUABLE CONSIDERATION as set forth in the Agreement, the receipt and sufficiency of which are hereby acknowledged, effective as of the date hereof, the Seller hereby sells, transfers, assigns, conveys and delivers to the Buyer, its successors and assigns, forever, all of its right, title and interest in and to the Assets, and hereby assigns, transfers and delegates all Assumed Liabilities to the Buyer. The Buyer hereby assumes and agrees to pay, discharge and perform when due, all of the Assumed Liabilities.

All capitalized terms used and not otherwise defined herein will have the respective meanings ascribed to such terms in the Agreement.

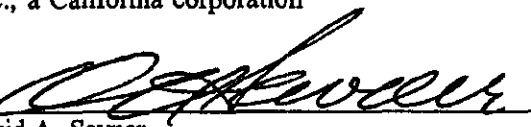
This Bill of Sale and Assignment and Assumption Agreement is subject to all of the representations, warranties, covenants, exclusions and indemnities set forth in the Agreement, all of which are incorporated herein by reference. In the event of any conflict or inconsistency between the terms of this Bill of Sale and Assignment and Assumption Agreement and the terms of the Agreement, the terms of the Agreement will prevail. Nothing contained herein will be deemed to alter, modify, expand or diminish the terms and provisions of the Agreement.

* * * * *

IN WITNESS WHEREOF, the parties hereto have caused this Bill of Sale and Assignment and Assumption Agreement to be duly executed on the date first above written.

SELLER:

**VERIDIAN INFORMATION SOLUTIONS,
INC., a California corporation**

By: 
David A. Savner
Vice President

BUYER:

**SATELLITE TRACKING OF PEOPLE LLC, a
Delaware limited liability company**

By: _____
Steven W. Logan
Chief Executive Officer

IN WITNESS WHEREOF, the parties hereto have caused this Bill of Sale and Assignment and Assumption Agreement to be duly executed on the date first above written.

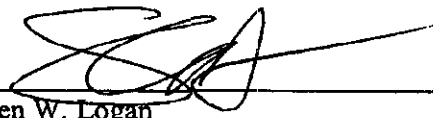
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**VERIDIAN INFORMATION SOLUTIONS,
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By: _____
David A. Savner
Vice President

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